

1 **Rule 1.13. Organization as a Client.**

2 (a) A licensed paralegal practitioner employed or retained by an organization represents the
3 organization acting through its duly authorized constituents.

4 (b) If a licensed paralegal practitioner for an organization knows that an officer, employee or
5 other person associated with the organization is engaged in action, intends to act or refuses to act
6 in a matter related to the representation that is a violation of a legal obligation to the
7 organization, or a violation of law that reasonably might be imputed to the organization, and that
8 is likely to result in substantial injury to the organization, then the licensed paralegal practitioner
9 shall proceed as is reasonably necessary in the best interest of the organization. Unless the
10 licensed paralegal practitioner reasonably believes that it is not necessary in the best interest of
11 the organization to do so, the licensed paralegal practitioner shall refer the matter to higher
12 authority in the organization, including, if warranted by the circumstances, to the highest
13 authority that can act on behalf of the organization as determined by applicable law.

14 (c) Except as provided in paragraph (d), if

15 (c)(1) despite the licensed paralegal practitioner's efforts in accordance with paragraph (b),
16 the highest authority that can act on behalf of the organization insists upon or fails to address in a
17 timely and appropriate manner an action, or a refusal to act, that is clearly a violation of law, and

18 (c)(2) the licensed paralegal practitioner reasonably believes that the violation
19 is reasonably certain to result in substantial injury to the organization, then the licensed paralegal
20 practitioner may reveal information relating to the representation whether or not Rule 1.6 permits
21 such disclosure, but only if and to the extent the licensed paralegal practitioner reasonably
22 believes necessary to prevent substantial injury to the organization.

23 (d) Reserved.

24 (e) A licensed paralegal practitioner who has been discharged and reasonably believes the
25 discharge was because of the licensed paralegal practitioner's actions taken pursuant to
26 paragraphs (b) or (c), or who withdraws under circumstances that require or permit the licensed
27 paralegal practitioner to take action under either of those paragraphs, shall proceed as the
28 licensed paralegal practitioner reasonably believes necessary to ensure that the organization's
29 highest authority is informed of the licensed paralegal practitioner's discharge or withdrawal.

30 (f) In dealing with an organization's directors, officers, employees, members, shareholders or
31 other constituents, a licensed paralegal practitioner shall explain the identity of the client when

32 the licensed paralegal practitioner knows or reasonably should know that the organization's
33 interests are adverse to those of the constituents with whom the licensed paralegal practitioner is
34 dealing.

35 (g) A licensed paralegal practitioner representing an organization may also represent any of
36 its directors, officers, employees, members, shareholders or other constituents, subject to the
37 provisions of Rule 1.7. If the organization's consent to the dual representation is required by
38 Rule 1.7, the consent shall be given by an appropriate official of the organization other than the
39 individual who is to be represented, or by the shareholders.

40 (h) Reserved.